



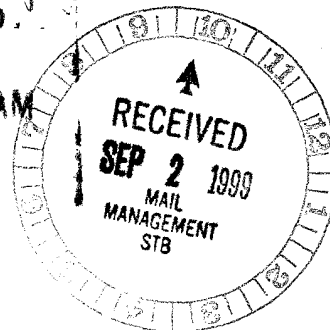
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September 1, 1999

RECORDATION NO. 21649-A FILED

SEP 14 '99

9-00 AM



Taleda Stokes
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 70
Washington D.C. 20423

Dear Janice,

Enclosed are three (3) originals of the Memorandum of Lease Extension dated as of August 25, 1999 which is intended to evidence Memorandum of Railcar lease dated 9/16/98 between the following parties: This is a secondary document.

Lessor: THE CIT GROUP/EQUIPMENT FINANCING INC

Lessee: THE DETROIT EDISON COMPANY

The equipment involved in this transaction is as follows:

Equipment: 240 ALUMINUM ROTARY DUMP BETHGON
COALPORTER RAILCARS

Please file this Memorandum as a supplementary document to Recordation No. 21649 and return TWO (2) stamped original to my attention. A check covering the filing fee of \$26.00 is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20254.

Thank you for your prompt assistance.

Sincerely,

Rebecca Heisler
Administrator

RECORDATION NO. _____

FILED

SEP 14 '99

9:00 AM

MEMORANDUM OF LEASE EXTENSION

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 25th day of August, 1999, is made by The CIT Group/Equipment Financing, Inc., a New York corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor") and, The Detroit Edison Company, a New York corporation, with an address at 2000 Second Avenue, Detroit, MI 48226 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Lease Extension Certificate (the "Certificate") dated as of 8/25/99 covering the equipment listed on Schedule A hereto (the "Equipment") and extending a Master Railcar Lease originally dated as of September 1, 1998 (the "Lease"); pursuant to a Memorandum of Railcar Lease filed with the Surface Transportation Board on 9/16/98 as Recordation No. 21649.

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Certificate, and the respective interests therein of the Parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby extends the Lease and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Certificate, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

IN WITNESS WHEREOF, the undersigned has caused this Memorandum to be executed by a duly authorized officer as of the day and year first above written.

THE CIT GROUP/EQUIPMENT FINANCING, INC.,

By: Catherine Stralich
Name: Catherine Stralich
Title: Vice President - Operations

THE DETROIT EDISON COMPANY

By: Larry A. Rose
Name: Larry A. Rose
Title: Director Operations & Logistics

ACKNOWLEDGMENTS

State of Michigan)
)
County of Wayne) ss.

On this 19th day of August, 1999 Larry A. Rose me personally known who, being by me duly sworn, did say that to me personally known, who, being by me duly sworn, did say that he is Director - Operations & Logistics of THE DETROIT EDISON COMPANY, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing Lease Extension Certificate was the free act and deed of the corporation.

Diane R. Bednarski

DIANE R. BEDNARSKI

Notary Public, Macomb County, MI

My commission expires: My Commission Expires Dec. 22, 2002
acting in Wayne

State of New York)
)
County of New York) ss.

On this 25th day of August, 1999 before me personally appeared CATHERINE
Stiglich, to me personally known, who, being by me duly sworn, did say that she is
Vice-President / Operations of THE CIT GROUP/EQUIPMENT FINANCING, INC., that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and she acknowledged that the execution of the foregoing Lease Extension Certificate was the free act and deed of the corporation.

Barbara Garner

My commission expires:

BARBARA GARNER
Notary Public, State of New York
No. 01GA5065133
Qualified in Nassau County
Certificate filed in New York County
Commission Expires Sept. 3, 2000

SCHEDULE A

Number of Cars and Car Description

(240) Aluminum rotary dump Bethgon coalporter
railroad cars

Car Mark and Numbers

CEFX 40115-40354 ✓